

SCHEDULE 1

LIST OF DEFINED TERMS

(Terms defined in this Schedule 1 are not defined in the Plan and are not used in the Plan)

“4-Year Agent” means Credit Suisse First Boston as agent under the Mirant 4-Year Revolver.

“4-Year Lenders” means the lenders under the Mirant-4 Year Revolver prior to the Petition Date.

“AECC” means Arkansas Electric Cooperative Corporation.

“AEP” means American Electric Power Inc.

“Blackstone” means The Blackstone Group L.P.

“CAIR” means the Clean Air Interstate Rule, promulgated by the EPA on March 10, 2005.

“California Parties” means PG&E, Southern California Edison Company, San Diego Gas and Electric Company, the CPUC, the DWR, the EOB and the Attorney General of the State of California.

“CAMR” means the Clean Air Mercury Rule, promulgated by the EPA on March 15, 2005.

“Canadian Filers” means MCEM and Mirant Canada Marketing Investments, Inc.

“CC8 Assets” has the meaning set forth in Section 8.7.3 of the California Settlement Agreement.

“CCAA” means the Company’s Creditors Arrangement Act of 1985, as amended.

“CCAA Proceedings” means the filing by the Canadian filers for protection under the CCAA.

“CFTC” means Commodity Futures Trading Commission.

“chapter 7” means chapter 7 of title 11 to the Bankruptcy Code.

“Clean Air Act” means the Clean Air Act of 1972.

“Clean Water Act” means the Clean Water Act of 1972.

“CO₂” means carbon dioxide.

“CPUC” means the California Public Utility Commission.

“CUC” means Curacao Utilities Company.

“DOJ” means the United States Department of Justice.

“DWR” means the California Department of Water Resources acting solely under the authority and powers created by California Assembly Bill 1 from the First Extraordinary Session of 2000-2001, codified in sections 80000 through 80270 of the California Water Code.

“EBITDA” means earnings before interest, taxes, depreciation and amortization. This is derived from the financial statements by adding depreciation and amortization to operating income.

“ECAR” means East Central Area Reliability Coordination Agreement.

“ECSA” means each of the separate Energy Capacity and Sales Agreements entered into in August 2001 by MAEM with Mirant Peaker, Mirant Potomac, MIRMA and Mirant Chalk Point.

“EcoElectrica Debtors” means Mirant EcoElectrica Investments I, Ltd. and Puerto Rico Power Investments Ltd.

“Enron” means Enron Corporation.

“EOB” means California Electricity Oversight Board.

“EPA” means the United States Environmental Protection Agency.

“ERCOT” means the Electric Reliability Council of Texas.

“ERISA” means the Employee Retirement Income Security Act of 1974.

“Examiner” means the examiner of the Chapter 11 Cases, being William K. Snyder, as appointed by the United States Trustee.

“Federal Power Act” means the Federal Power Act, as amended.

“FERC” means the Federal Energy Regulatory Commission.

“Fifth Circuit” means the United States Court of Appeals for the Fifth Circuit.

“Filing Period” means the period of time (the first 120 days of a chapter 11 case) in which only the debtor, unless a trustee is appointed, may file a plan of reorganization.

“First Amended Disclosure Statement” means the first amended disclosure statement relating to the Debtors’ second amended joint chapter 11 plan of reorganization, filed with the Bankruptcy Court on March 25, 2005.

“First Amended Plan” means the first amended joint chapter 11 plan of reorganization for Mirant Corporation and its Affiliated Debtors, filed with the Bankruptcy Court on March 25, 2005.

“Grand Bahama Power” means Grand Bahama Power Company Limited.

“HVB Risk Management” means HVB Risk Management Products, Inc.

“Implementation Order” means a final order, in form and substance satisfactory to the Debtors, which provides the terms and provisions set forth in Section 12.1(g) of the Plan.

“IPO” means the initial public offering by Mirant on October 3, 2000.

“IPP” means an independent power producer.

“ISO” means an Independent System Operator.

“ISO-NE” means the New England ISO.

“JPS” means Jamaica Public Service Company Limited.

“L/C” means a letter of credit.

“L/C Agreement” means the letter of credit agreement dated September 4, 2001 between Mirant and the L/C Issuing Bank.

“L/C Issuing Bank” means Wachovia Bank N.A.

“MAEC Debtors” means Mirant Americas Energy Capital, LP and Mirant Americas Energy Capital Assets, LLC.

“MCEM” means Mirant Canada Energy Marketing, Ltd.

“Mirant California” means Mirant California, LLC.

“Mirant Canal” means Mirant Canal, LLC.

“Mirant Delta” means Mirant Delta, LLC.

“Mirant Kendall” means Mirant Kendall, LLC.

“Mirant New England” means Mirant New England, LLC.

“Mirant NY-Gen” means Mirant NY-Gen, LLC.

“Mirant Plan Term Sheet” means the agreement signed on September 7, 2005, among the Debtors, the Committees and Phoenix.

“Mirant Services” means Mirant Services, LLC.

“Mirant Settling Parties” means the Debtors which are parties to the California Settlement including Mirant, MAI, MAEM, MAEMI, MAG, Mirant California Investments, Inc., Mirant California, Mirant Delta, Mirant Potrero, Mirant Special Procurement, Inc., Mirant Services and MADI.

“Mirant Trinidad” means Mirant Trinidad Investments, LLC.

“MISO” means Midwest Independent System Operators, Inc.

“Moody’s” means Moody’s Investor Services.

“MW” means megawatt.

“MWh” means megawatt hours.

“NAAQS” means National Ambient Air Quality Standards.

“NEC” means the National Gas Company of Trinidad and Tobago.

“NEPOOL” means the New England Power Pool.

“Ninth Circuit” means the United States Court of Appeals for the Ninth Circuit.

“NOLs” means net operating losses.

“NOV” means a notice of violation.

“NOx” means nitrogen oxide.

“NPC” means the Philippine government-owned National Power Corporation.

“NSRR” means the New Source Review Regulations.

“NYISO” means the New York ISO.

“Ohio Edison” means Ohio Edison Company.

“Original Debtors” means Mirant and 74 of its whollyowned subsidiaries in the United States which filed chapter 11 proceedings on the Petition Date.

“Panda” means Panda-Brandywine, LP.

“Pepco” means the Potomac Electric Power Company.

“PJM” means Pennsylvania-New Jersey-Maryland Interconnection, LLC.

“PowerGen” means The Power Generation Company of Trinidad and Tobago Limited.

“PPA” means power purchase agreement.

“Principal Markets” means the “day-ahead” market, the “day-of” market and the “real-time” market operated by either the Cal PX or the CAISO.

“Projections” means the consolidated projected operating and financial results set out in Exhibit “D.”

“PUHCA” means the Public Utility Holding Company Act of 1935.

“PURPA” means the Public Utilities Regulatory Policies of 1978.

“Reliant” means Reliant Energy Services.

“RMP” means Risk Management Policy.

“RMR” means reliability-must-run.

“RTO” means a Regional Transmission Organization

“SDG&E” means San Diego Gas & Electric Company.

“SEC” means the Securities and Exchange Commission.

“Securities Act” means the Securities Act of 1933, as amended.

“Shady Hills” means Shady Hills Power Company, L.L.C., a Delaware limited liability company, one of the Debtors and Debtors in Possession in the Chapter 11 Cases.

“SO₂” means sulfur dioxide.

“Solicitation Period” means the period time following the filing of a plan or reorganization in which a debtor must solicit acceptance of such plan.

“Southern” means the Southern Company.

“Spin-Off” means the April 2, 2001 divestiture of Southern’s 80% ownership interest of Mirant’s stock as a tax-free stock dividend to its shareholders.

“T&TEC” means the Trinidad and Tobago Electricity Commission.

“TPA” means a transition power agreement.

“Transferred Trading Obligation” means an obligation of a Person to a Trading Debtor which is transferred to MET pursuant to the Plan or the Confirmation Order, including any obligations under or in connection with any trading contracts or under or in connection with any other assets or liabilities.

“Voting Deadline” means 4:00 p.m., Prevailing Central Time, on May 27, 2005.

“W&C” means White & Case LLP.

SCHEDULE 2
LIST OF THE DEBTORS
MAG DEBTORS

Mirant Americas Generation, LLC

Mirant Mid-Atlantic, LLC

Hudson Valley Gas Corporation

Mirant Bowline, LLC

Mirant California Investments, Inc.

Mirant California, LLC

Mirant Canal, LLC

Mirant Central Texas, LP

Mirant Chalk Point, LLC

Mirant D.C. O&M, LLC

Mirant Delta, LLC

Mirant Kendall, LLC

Mirant Lovett, LLC

Mirant MD Ash Management, LLC

Mirant New England, Inc.

Mirant New York, Inc.

Mirant NY-Gen, LLC

Mirant Parker, LLC

Mirant Piney Point, LLC

Mirant Potrero, LLC

Mirant Special Procurement, Inc.

Mirant Texas Investments, Inc.

Mirant Texas Management, Inc.

Mirant Texas, LP

MLW Development, LLC

MIRANT DEBTORS

Mirant Corporation

Mirant Americas Energy Marketing, LP

Mirant Americas, Inc.

Mint Farm Generation, LLC

Mirant Americas Development Capital, LLC

Mirant Americas Development, Inc.

Mirant Americas Energy Marketing Investments, Inc.

Mirant Americas Gas Marketing I, LLC

Mirant Americas Gas Marketing II, LLC

Mirant Americas Gas Marketing III, LLC

Mirant Americas Gas Marketing IV, LLC

Mirant Americas Gas Marketing V, LLC

Mirant Americas Gas Marketing VI, LLC

Mirant Americas Gas Marketing VII, LLC

Mirant Americas Gas Marketing VIII, LLC
Mirant Americas Gas Marketing IX, LLC
Mirant Americas Gas Marketing X, LLC
Mirant Americas Gas Marketing XI, LLC
Mirant Americas Gas Marketing XII, LLC
Mirant Americas Gas Marketing XIII, LLC
Mirant Americas Gas Marketing XIV, LLC
Mirant Americas Gas Marketing XV, LLC
Mirant Americas Procurement, Inc.
Mirant Americas Production Company
Mirant Americas Retail Energy Marketing, LP
Mirant Capital Management, LLC
Mirant Capital, Inc.
Mirant Chalk Point Development, LLC
Mirant Danville, LLC
Mirant Dickerson Development, LLC
Mirant Fund 2001, LLC
Mirant Gastonia, LLC
Mirant Intellectual Asset Management and Marketing, LLC
Mirant Las Vegas, LLC
Mirant Michigan Investments, Inc.
Mirant Mid-Atlantic Services, LLC
Mirant Peaker, LLC
Mirant Portage County, LLC
Mirant Potomac River, LLC
Mirant Services, LLC
Mirant Sugar Creek Holdings, Inc.
Mirant Sugar Creek Ventures, Inc.
Mirant Sugar Creek, LLC
Mirant Wichita Falls Investments, Inc.
Mirant Wichita Falls Management, Inc.
Mirant Wichita Falls, LP
Mirant Wyandotte, LLC
Mirant Zeeland, LLC
Shady Hills Power Company, L.L.C.
West Georgia Generating Company, L.L.C.
Mirant EcoElectrica Investments I, Ltd.
Puerto Rico Power Investments, Ltd.
Mirant Wrightsville Investments, Inc.
Mirant Wrightsville Management, Inc.
Wrightsville Power Facility, L.L.C.
Wrightsville Development Funding, L.L.C.
Mirant Americas Energy Capital, LP
Mirant Americas Energy Capital Assets, LLC
Newco 2005 Corporation

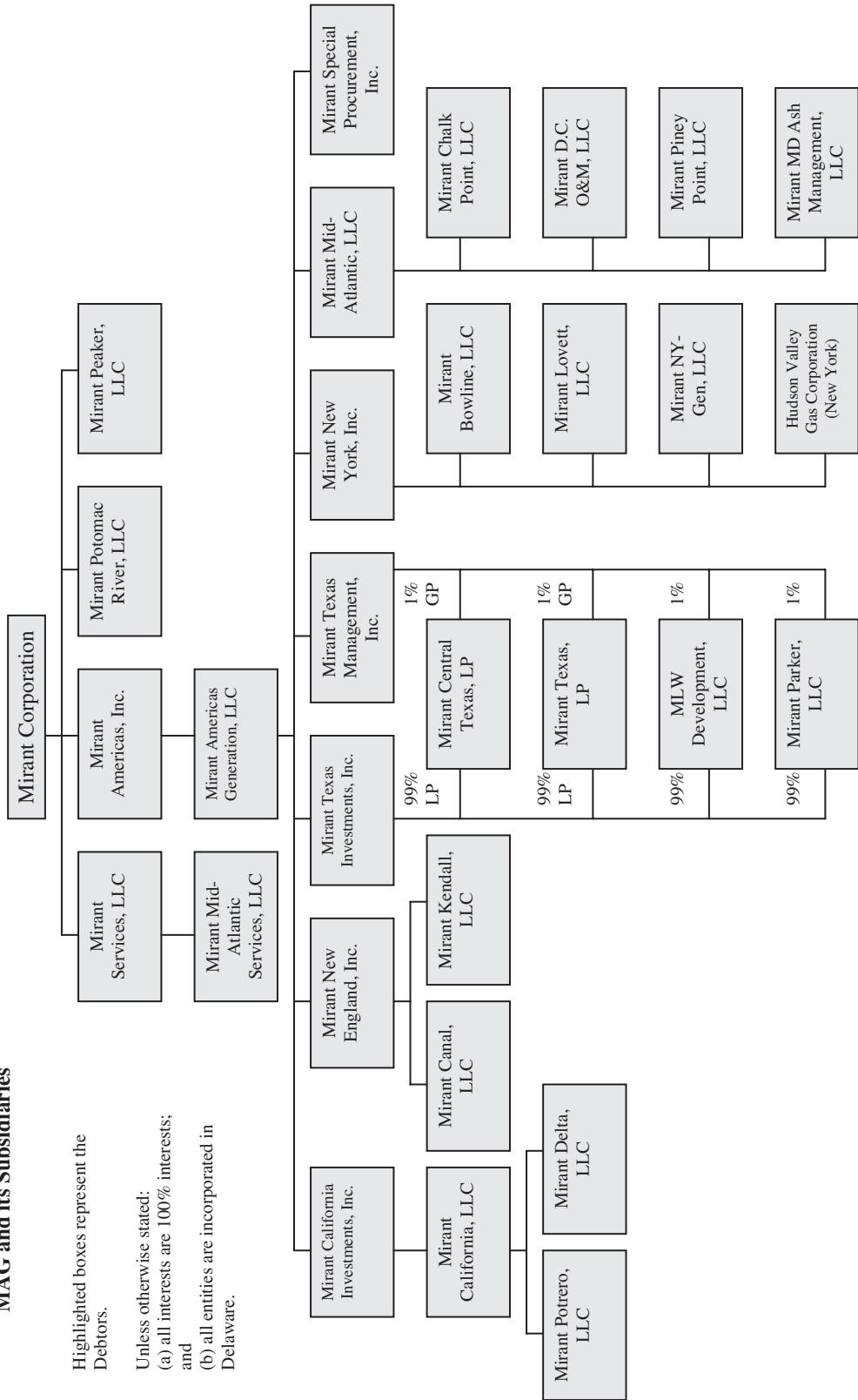
SCHEDULE 3
GROUP STRUCTURE CHART

**Mirant Americas
MAG and its Subsidiaries**

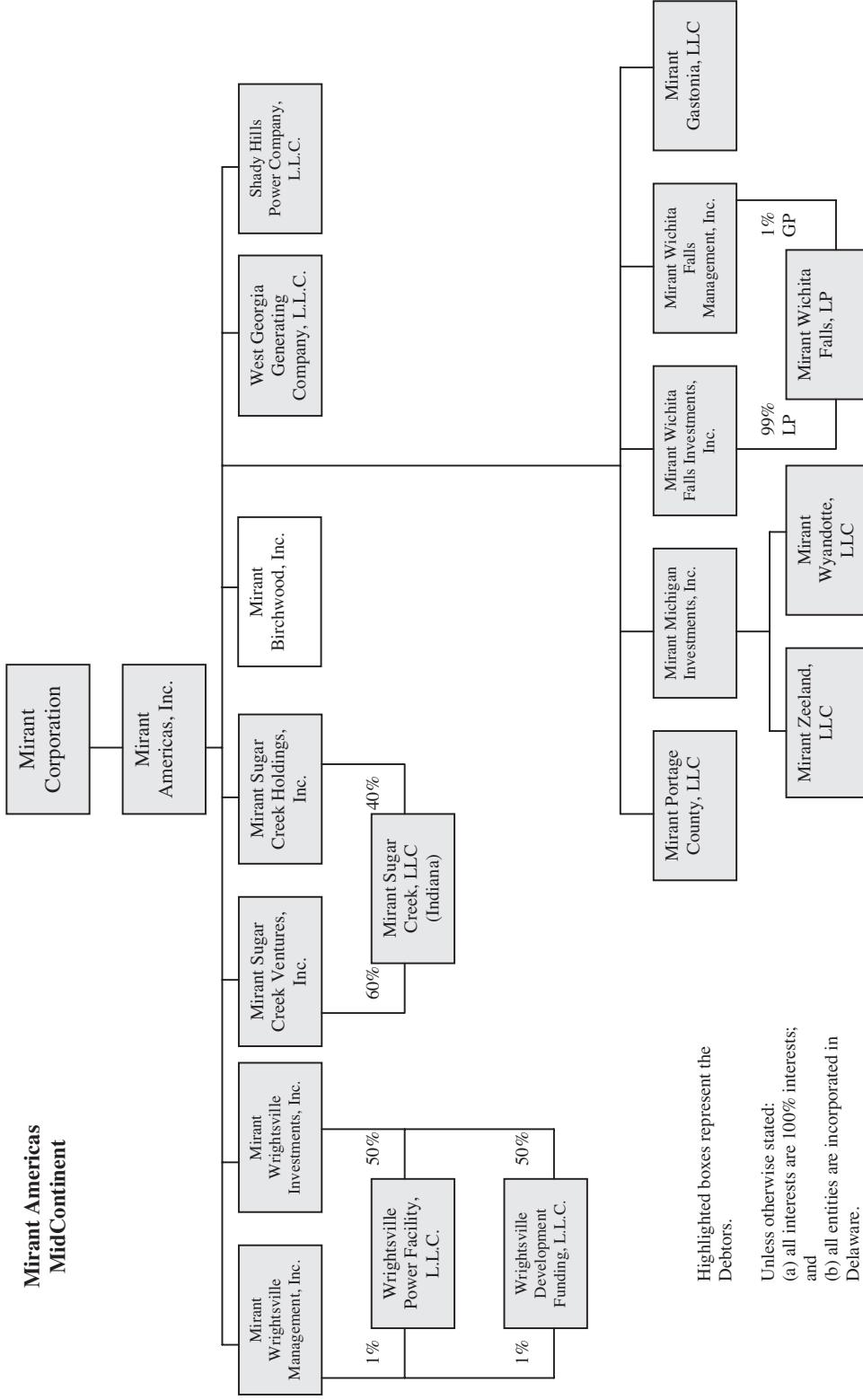
Highlighted boxes represent the Debtors.

Unless otherwise stated:

- (a) all interests are 100% interests; and
- (b) all entities are incorporated in Delaware.

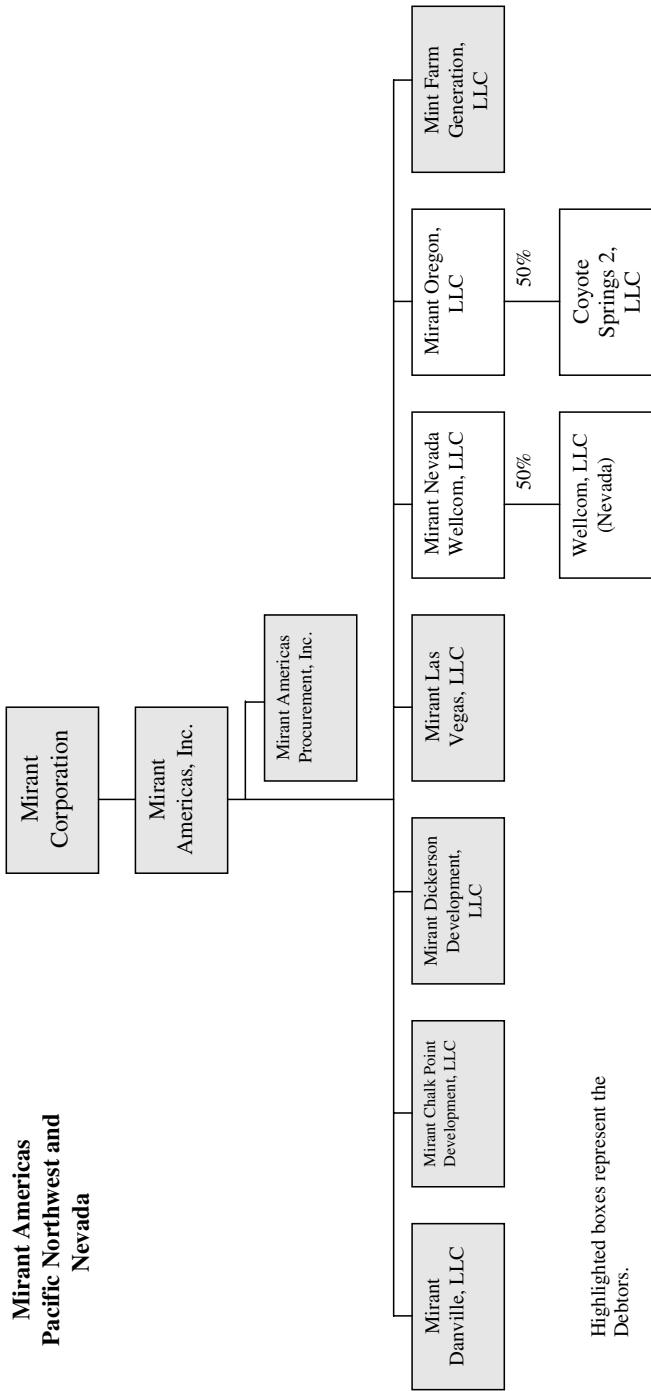


**Mirant Americas
MidContinent**



Highlighted boxes represent the
Debtors.

Unless otherwise stated:
(a) all interests are 100% interests;
and
(b) all entities are incorporated in
Delaware.



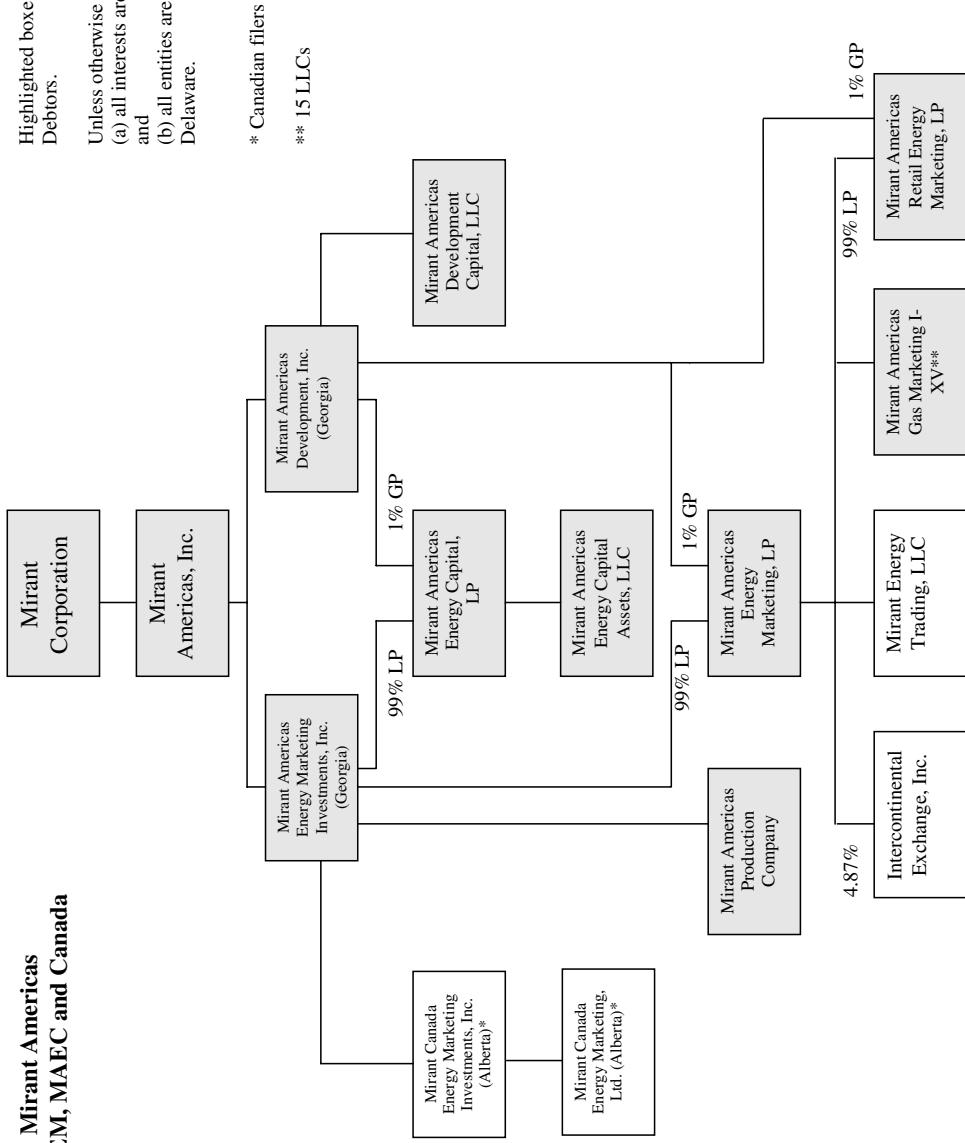
Highlighted boxes represent the Debtors.

Unless otherwise stated:
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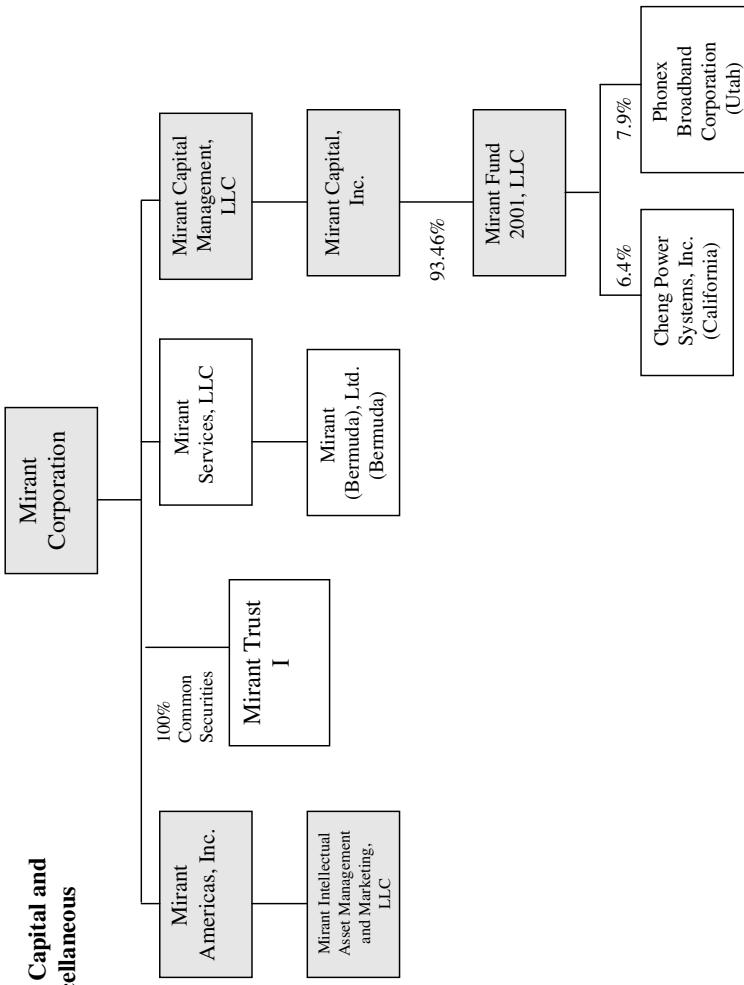
**Mirant Americas
MAEM, MAEC and Canada**

Highlighted boxes represent the Debtors.

Unless otherwise stated:
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 (b) all entities are incorporated in Delaware.

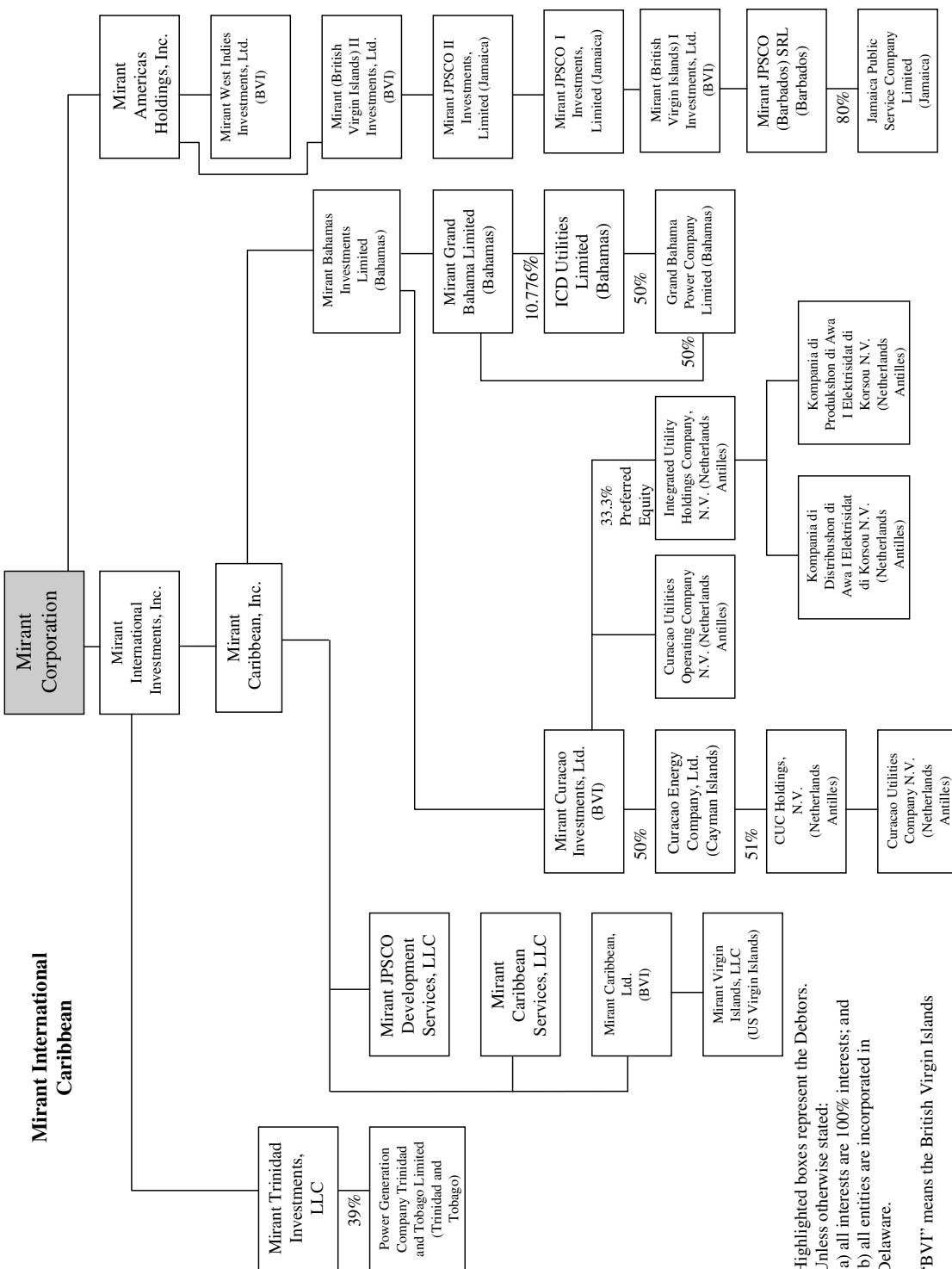


**Mirant Capital and
Miscellaneous**



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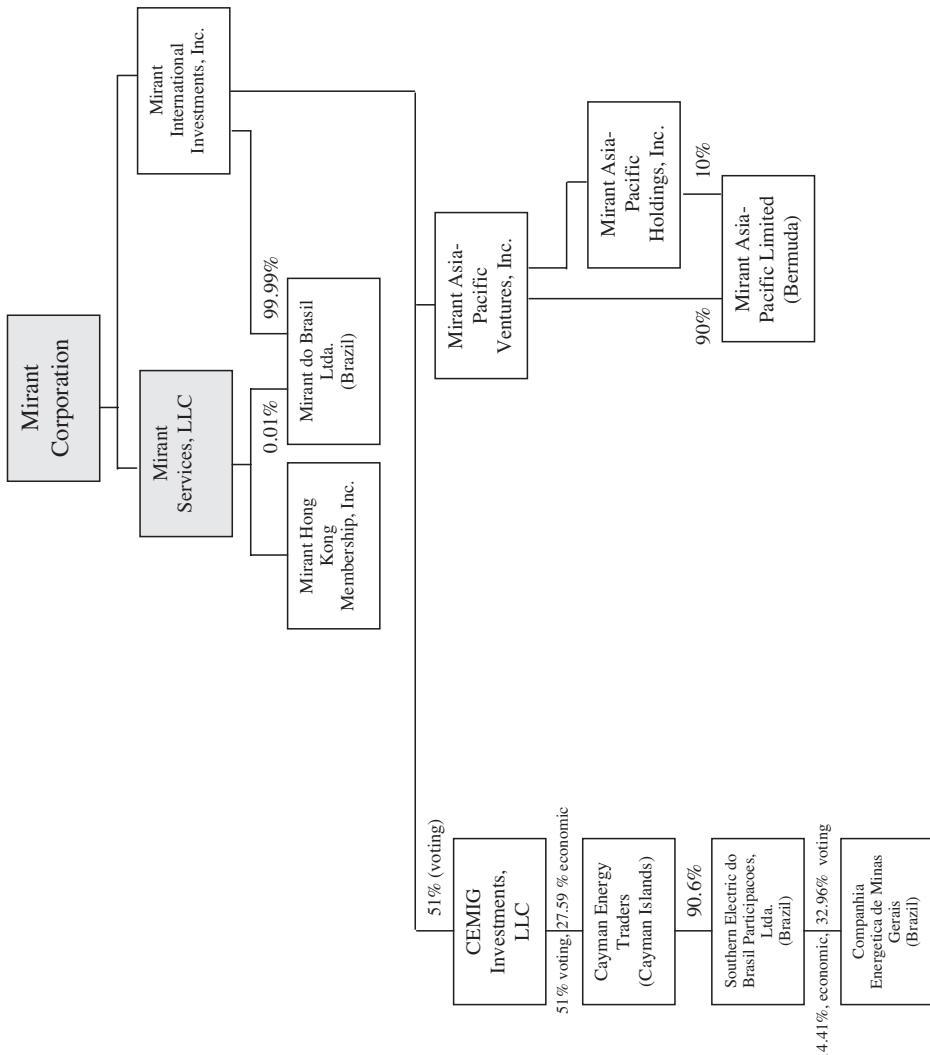
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- all entities are incorporated in Delaware.

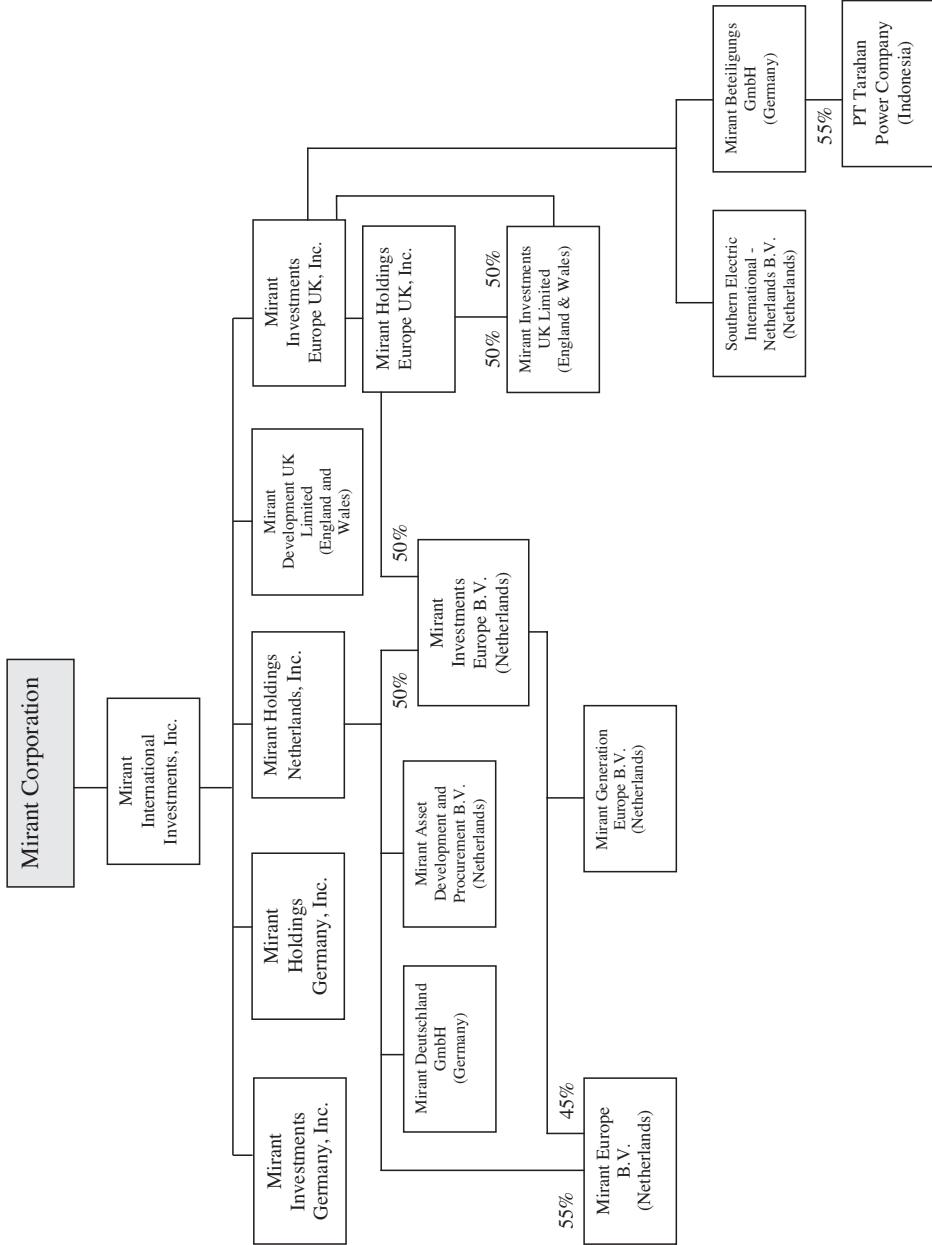
“BVI” means the British Virgin Islands

**Mirant International
South America and Asia
Summary**



Highlighted boxes represent the Debtors.
Unless otherwise stated:
(a) all interests are 100% interests;
and
(b) all entities are incorporated in Delaware.

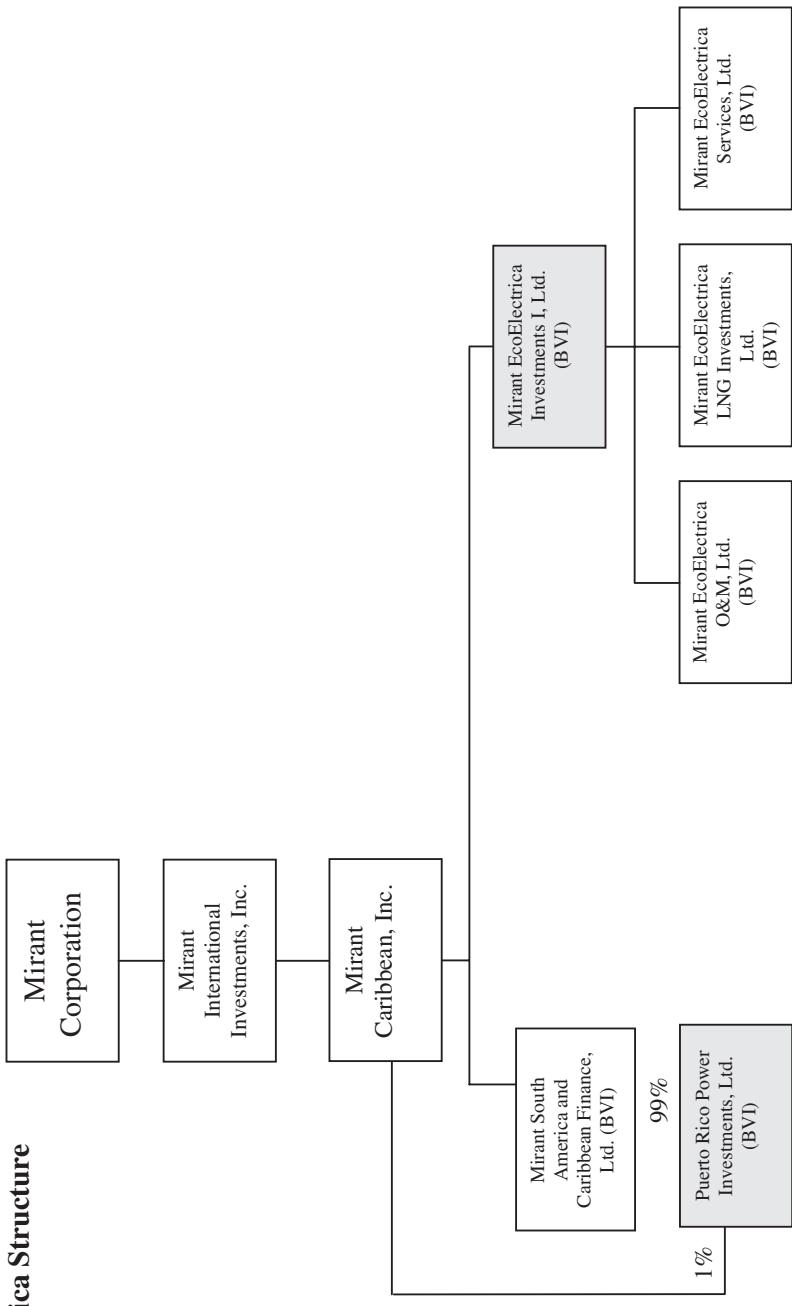
**Mirant International
Europe**



Highlighted boxes represent the Debtors.

Unless otherwise stated:
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 and
 (b) all entities are incorporated in Delaware.

EcoElectrica Structure



Highlighted boxes represent the Debtors.

Unless otherwise stated:

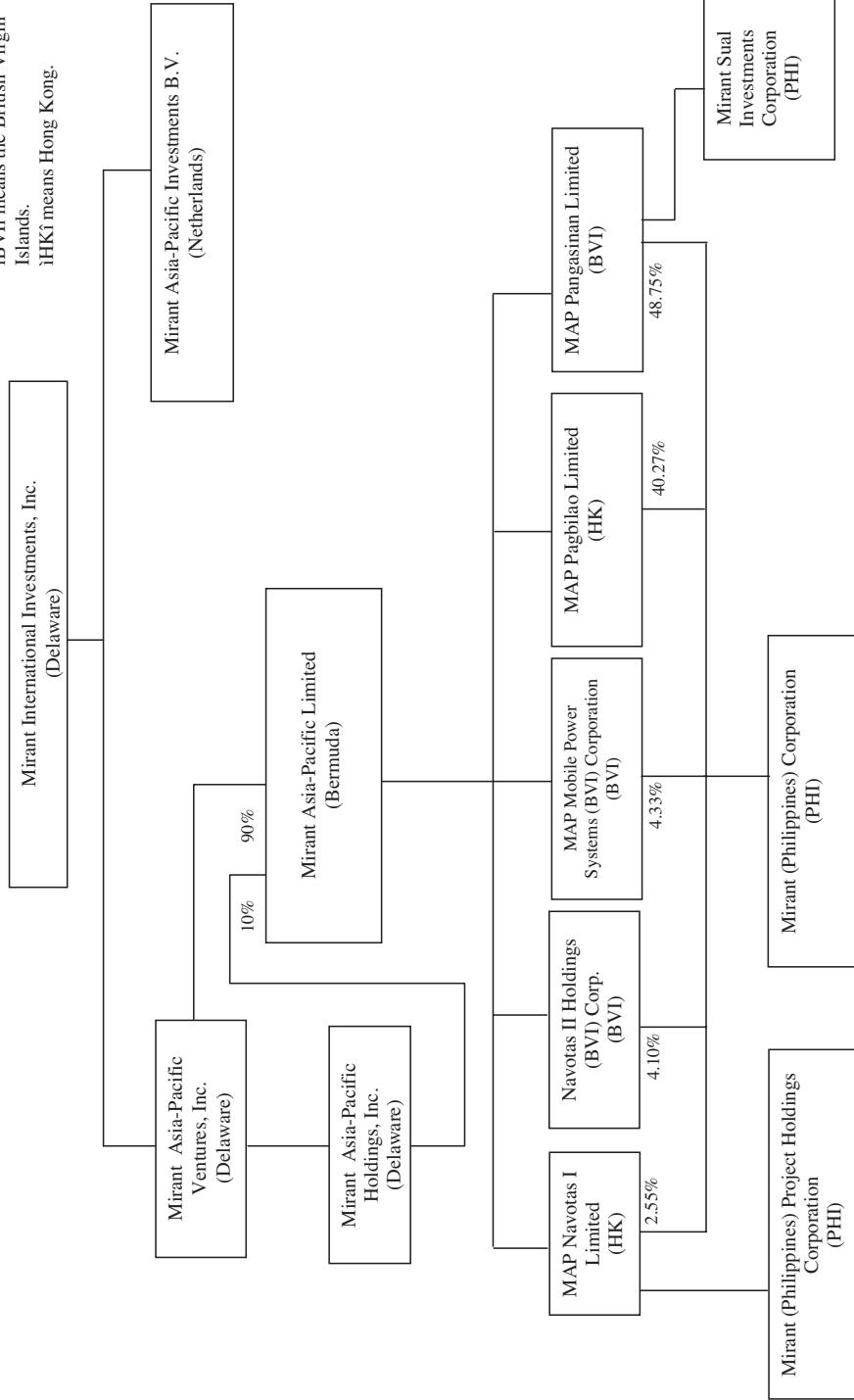
- (a) all interests are 100% interests; and
- (b) all entities are incorporated in Delaware.

“BVI” means the British Virgin Islands

**Mirant Asia-Pacific
(Chart 1)**

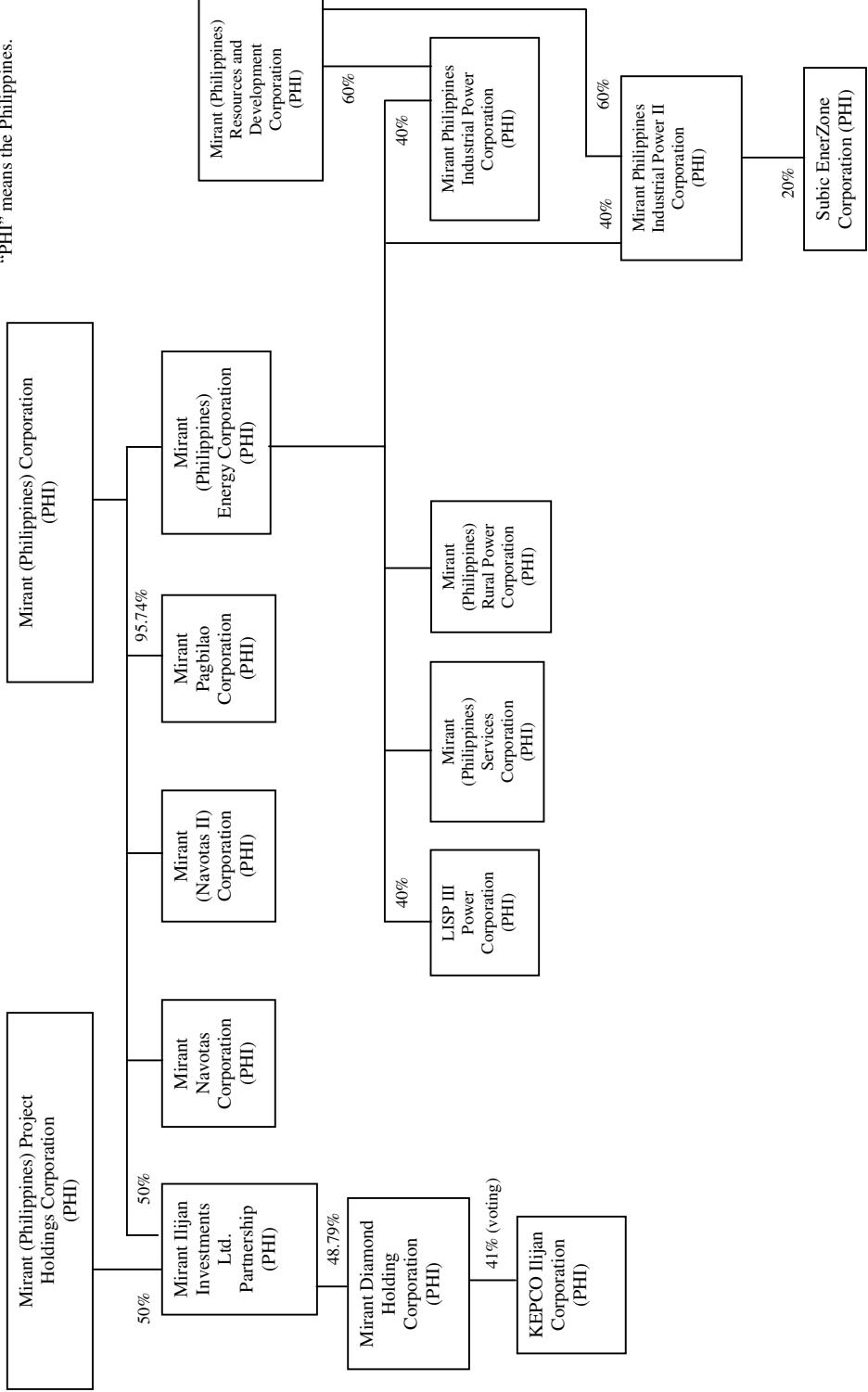
Unless otherwise stated, all interests are 100% interests.

iPHi means the Philippines.
iBVi means the British Virgin Islands.
iHKi means Hong Kong.



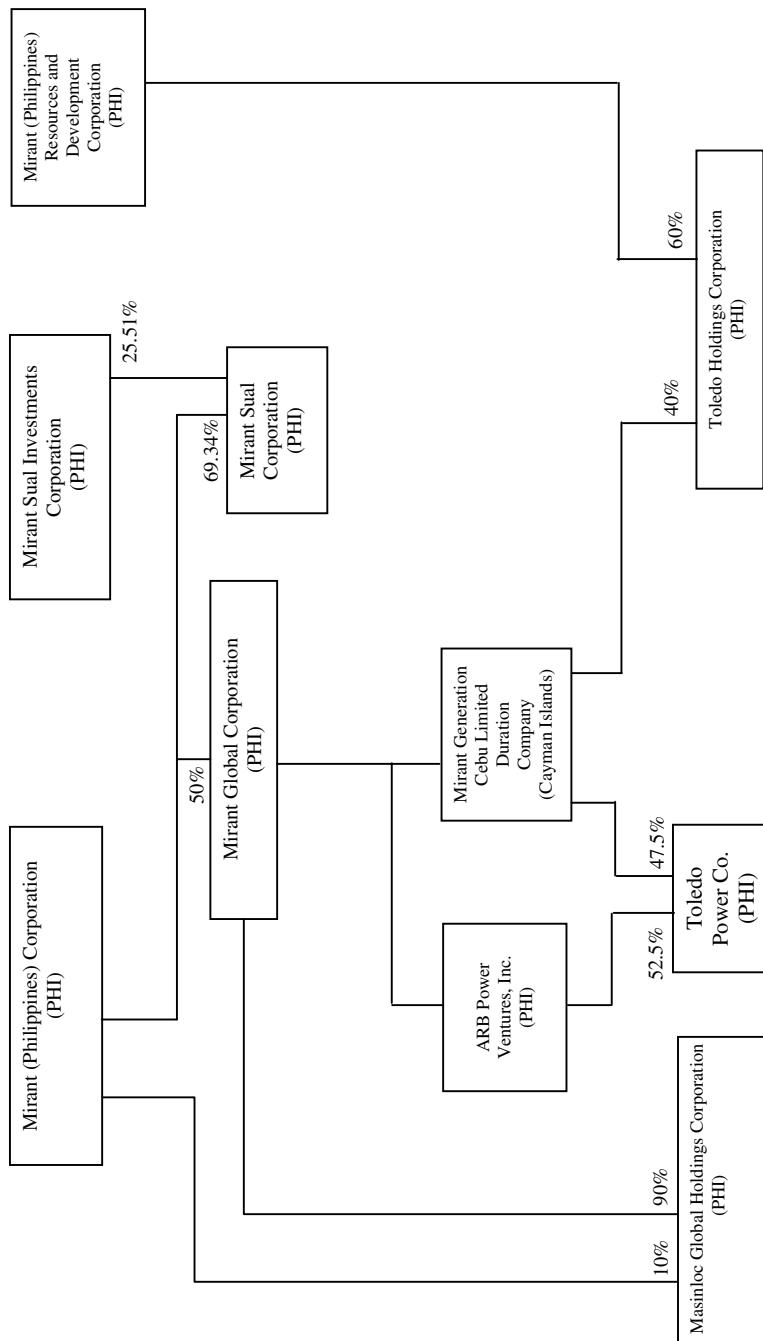
**Mirant Asia-Pacific
(Chart 2)**

Unless otherwise stated, all
interests are 100% interests.
“PHI” means the Philippines.

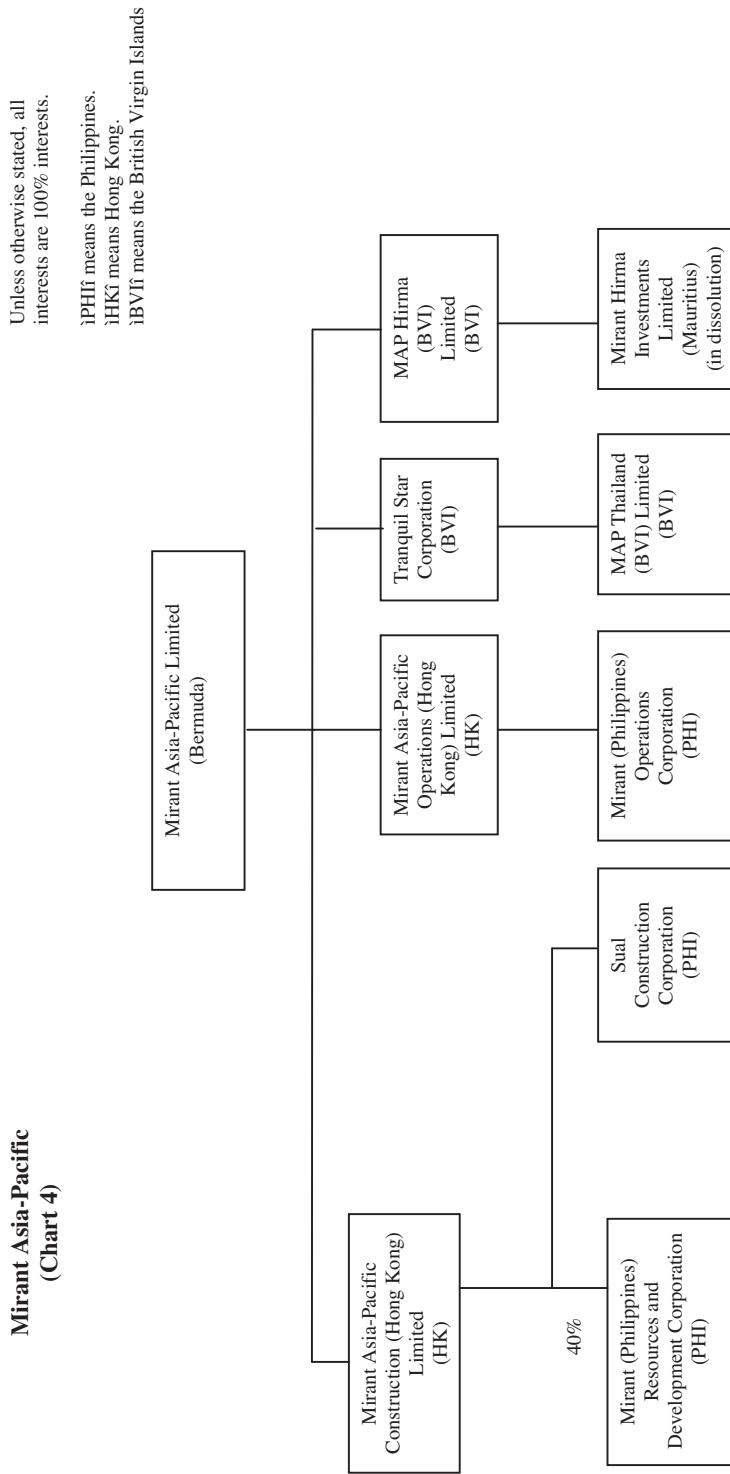


**Mirant Asia-Pacific
(Chart 3)**

Unless otherwise stated, all interests are 100% interests.
“PHI” means the Philippines.



**Mirant Asia-Pacific
(Chart 4)**



Unless otherwise stated, all interests are 100% interests.

iPHi means the Philippines.

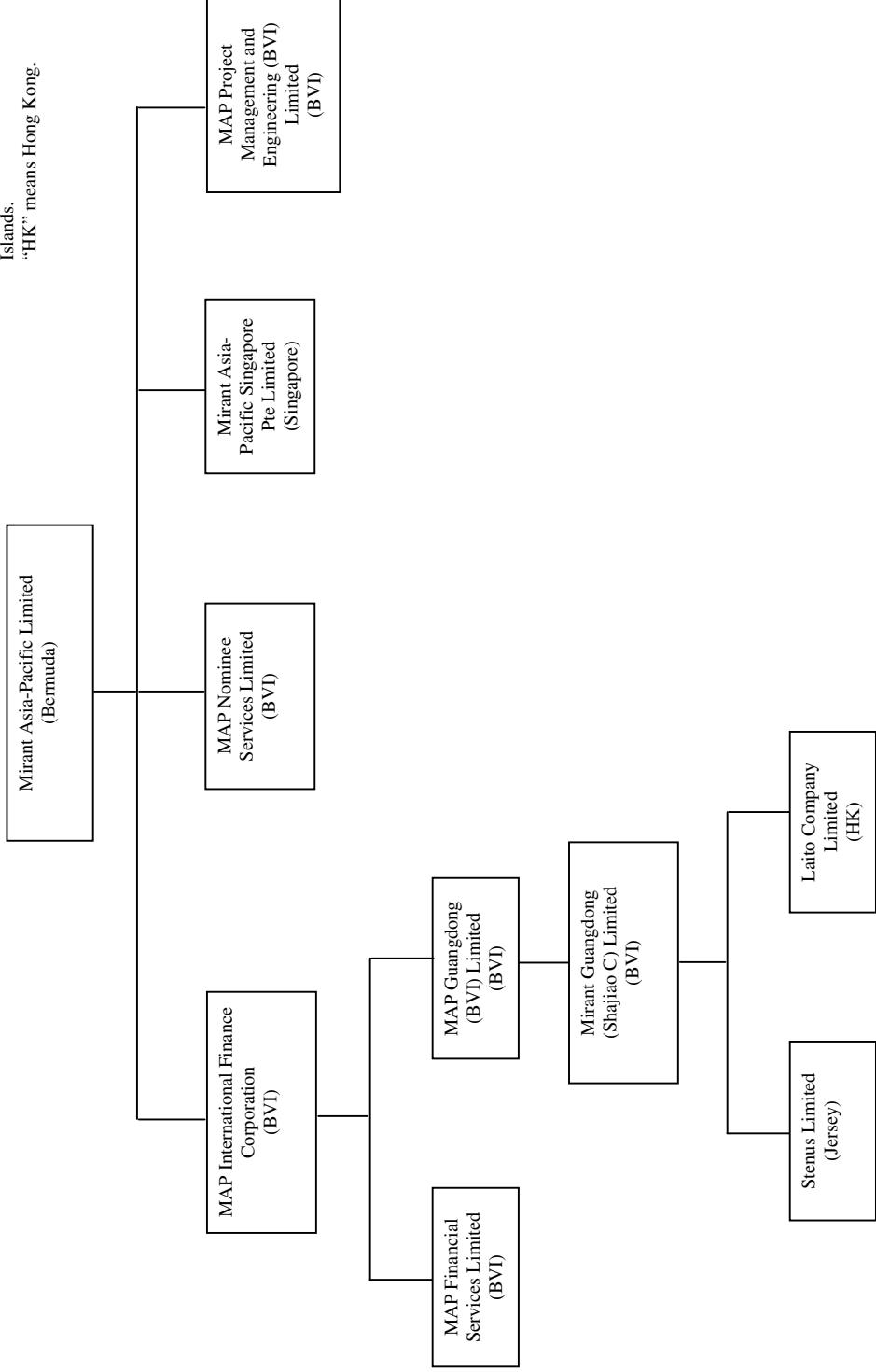
iHKi means Hong Kong.

iBVi means the British Virgin Islands

Mirant Asia-Pacific
(Chart 5)

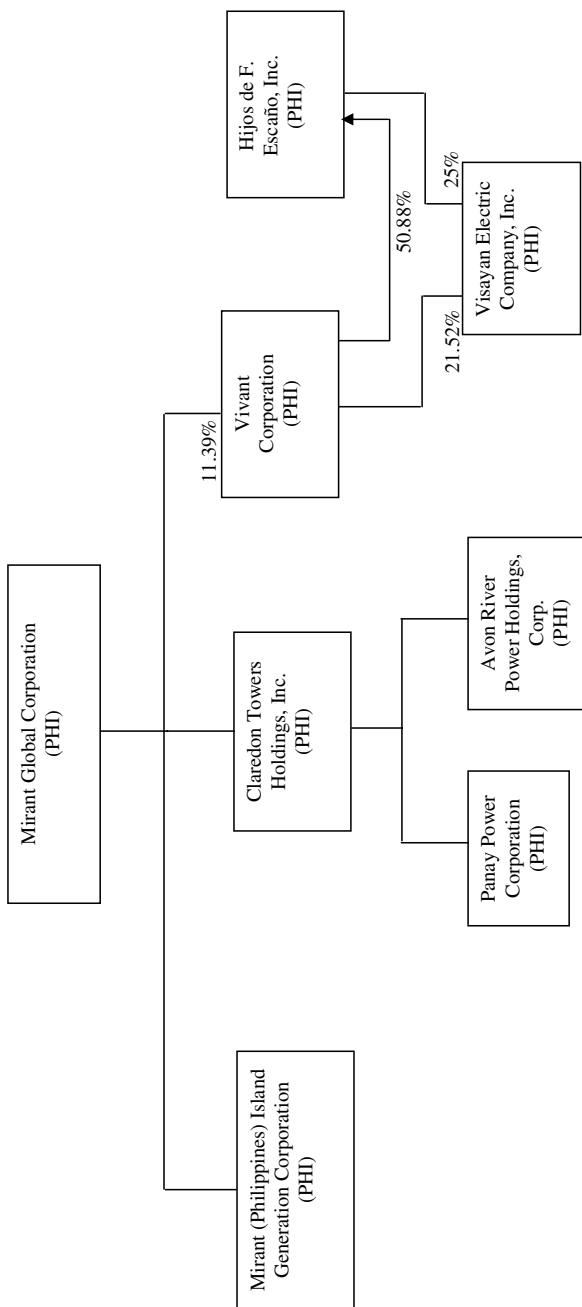
Unless otherwise stated, all
interests are 100% interests.

“BVI” means the British Virgin
Islands.
“HK” means Hong Kong.



**Mirant Asia-Pacific
(Chart 6)**

Unless otherwise stated, all
interests are 100% interests.
“PHI” means the Philippines.



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SCHEDULE 4
**THIRD PARTIES THAT HAVE OBTAINED RELIEF
FROM THE AUTOMATIC STAY¹**

City of Burbank
Gulfterra Energy Partners, L.P.
El Paso Merchant Energy, L.P.
CSX Transportation, Inc.
Dennis and Marjorie Goad
Entergy Arkansas, Inc.
Entergy Services, Inc.
James R. Macklin
Modesto Irrigation District
Nicholson & Hall, Inc.
Northeast Maryland Waste Disposal Authority
Potomac Electric Power Company
Southern California Edison Company
St. Paul Mercury Insurance Company
Transwestern Pipeline Company

¹ Pepco requested modifications to this schedule that the Debtors find objectionable. For the full text of Pepco's proposed language, see Exhibit E.

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